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THE ALL-NEW, ALL-DIFFERENT

X-MEN

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BUT IF THE X-MEN CAN'T DEFEAT IT, IT MAY BE
THE LAST NIGHT OF THE WORLD!

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Cyclops, Storm, Banshee, Nightcrawler, Wolverine, Colossus. Children of the atom, students of Charles Xavier, MUTANTS—feared and hated by the world they have sworn to protect. These are the STRANGEST heroes of all—these are the X-MEN!

Stan Lee
PRESENTS: **THE UNCANNY X-MEN!**

AUTUMN'S COME EARLY THIS
YEAR--THE SEPTEMBER APPLES
HANGING HEAVY IN THE ORCHARDS,
THE TREES ON BOTH SIDES OF
THE HUDSON RIVER ABLAZE WITH
A THOUSAND MYRIAD FIRES...

...A THOUSAND MYRIAD
SHADES OF... DEATH!

YOU KNOW HIM
WELL, DON'T YOU,
CYCLOPS-- THIS
DARK ONE,
THIS GREAT
DESTROYER...

--YOU AND YOUR FELLOW
X-MEN HAVE WALKED WITH
HIM ALL YOUR YOUNG LIVES
--FLAUNTED HIM, TAUNTED
HIM, TILTED WITH HIM--
AND YOU'D ALWAYS GOTTEN
AWAY UNSCATHERED...

...UNTIL NOW.

UNTIL...
THUNDERBIRD.

CHRIS CLAREMONT - AUTHOR
PAVE COCKRUM - ARTIST
SAM GRAINGER - INKER
DAVE HUNT - LETTERER
PHIL RACHELSON - COLORIST
MARY WOLFMAN - EDITOR

WITH A WELCOME PLOTTING ASSIST
FROM BOISTEROUS **BILL MANTLO**.

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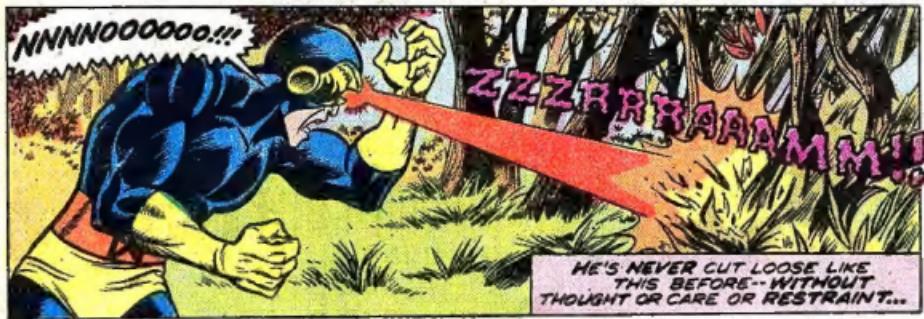
IT'S BEEN WEEKS NOW SINCE THUNDERBIRD DIED, AND THE MEMORY STILL HURTS. DOESN'T IT, CYCLOPS...



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HAD SAVED THE
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CLEAR HOLOCAUST--
BUT YOU'D LOST A
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Dear Biffen,

Lo these many years I have awaited to see the X-Men return—I am still waiting. Where are those characters I loved back in the 60's? Except for a brief introduction (and exit), the original personnel with all their personality seem to be non-existent in X-MEN #84.

Okay. At least the X-Men are back!

Cyclops and the Banshee are two fine choices to return in this new magazine. Matter of fact, I enjoy most of the cast with the exception of the Wolverine; he reminds me too much of an ordinary superhero rather than a mutant (where were the Wolverine and Thunderbird on the cover?).

Concerning the current issue, Count Nefaria is an excellent choice as the villain. Please bring back more of the X-Men's old villains, particularly the Mimic, since it would make the transition from old to new X-Men easier to the old readers.

Eddy Shapiro
128 Ashton St.
Bridgeport, Conn. 06608

We don't know about bringing back the Mimic, Eddie, since he met a very final demise in an issue of the Hulk a few issues back. However, we are interested in what old X-Men villains you Marvel-maniacs would like for us to bring back for a repeat performance. Cheerful Chris Claremont has a lot of ideas of his own (in fact, he tells us if you look very closely this issue, you should be able to find clues pointing toward an old menace that will once again rear its head in issue #88), but we're open for suggestions, frantic ones, so let us know who you want to see. But please, X-uberant ones, don't just send us a list of your ten favorite X-Men villains, but instead try to give us a little indication as to why you like them so well—Was it their personalities? Was it the devious plots that they came up with to defeat our uncanny heroes? Or was there something else about their appearances that struck your fancy? We want to hear who you want, pilgrim, but we also want to know why.

Dear Ex-Maniacs:

So, the old X-Men have quit, eh? Oh, yawn, yet another Mighty Marvel "character evolution." How dull. No, it's not that they've left that bores me, it's that I know they'll be back, that there'll be months of unresolved, soap-operas garbage before everything comes back to the way it was. Marvel always does that! The Richards separate, but they always get back together. Little Franklin got his brain zapped, but he was cured in the end. Gwen Stacy got knocked off, but now she's come back as a "clone." So much for Marvel Comics' claims of realistic character development. Why does character development always have to involve love triangles and quarrels, teams splitting up, and violent confrontations? What ever happened to the slow, steady character development of characters like the Torch and the Thing? The two of them took years to change.

But...on to the good stuff...

The Banshee, Storm, Colossus, and Nightcrawler are all wonderful, refreshing characters. I must reiterate my lack of enthusiasm for Thunderbird and The Wolverine. You were smart to get rid of Sunfire for a bit. He is a dramatic character

who has really not developed enough yet to live in a group situation.

You were also right to begin again with Professor X's training program. The X-Men's image as students is what has always made them unique. And the character relationships are starting to develop nicely (even the Cyclops-Thunderbird feud intrigues me).

Chris Claremont's script is a real winner, with some fine, imaginative innovations ("Press me!?" Marvelous!). Three cheers for the return of Count Nefaria. And Dave Cockrum's art is absolutely beautiful.

I'm excited about your new X-Men and I'm anxious to see what will become of them in issues to come. Keep it up, take your time, make everything just right. 'Nuff said.

Gregg Flood
540 W. Brier Pt.
Chicago, Ill. 60657

Dear Len, Chris, and Dave,

It's great to see that the X-Men are back on a bi-monthly basis. Let's hope by issue #100 that they go monthly.

Although I dislike and disagree with Warren and Jean's explanation of the departure of the original X-Men, I see the necessity of it. Hopefully, they'll show up occasionally as guest stars. Don't let them be used as they were last issue—as captured pawns to be rescued.

Chapter One was handled well. Sunfire's departure was welcome because his character just didn't gel with his previous appearances. Maybe after Chris gets more experience, Sunfire can make a reappearance. Thanks for page seven—us old-time X-Men fans will cherish that farewell. However, Chris and Len failed to explain the powers of the new members. The panorama on page 11 captured the mood but failed as far as supplying needed data was concerned. The Thunderbird/Cyclops clash was interesting and Thunderbird's lack of portrayal on the cover logo bodes ill, I'm sure.

Count Nefaria's plan is old hat as far as originality is concerned. The crew of villains look remarkably like Daredevil's old foes, yet no mention of this was made. Their clash with the X-Men next issue looks to be intriguing. (The entire plotline—takeover of a military base and the X-Men saving it—reminds me of X-MEN #1. I got sort of a *deja vu* feeling.)

Summing up—over all a good issue. No complaints at all on the art except a wish to see Dave inking his own pencils once more. Now if you'll just delve into the powers of the newcomers. Personality-wise Storm and Nightcrawler are great. Colossus is still a big blah, and Thunderbird's chip on the shoulder needs to be built upon. Any chance of seeing the old X-Men; especially Havoc and Lorna, in any other Marvel mag?

Jack Cellenberg
Anderson St.

Mt. Jewett, Pa. 16740

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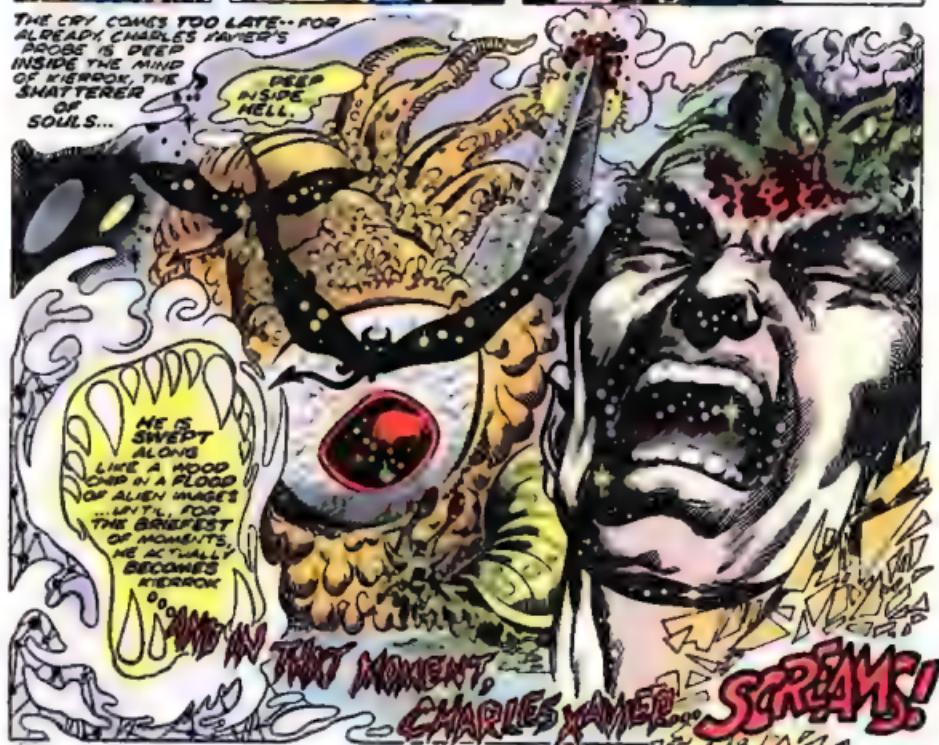
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ITEM! You've been breaking down our door for them, you've demanded them, they've even threatened to storm our hallowed halls for them, and now, at last, they're here! What's here, we hear a voice pipe up from the Peanut Gallery? Why, nothing less than the scintillating second series of our merely magnificent Marvel

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ITEM! Speaking of shocking surprises and marvelous Marvel's magnificent merchandising, have ya seen the latest, greatest, the greatest tenth issue of FOOM Magazine yet? It only features an all-Men issue with a special capricious cover by that dynamic doozer DAVE COOKJUM! But then who in this The Mighty Marvel Renaissance hasn't seen and read those fantastic articles or perused the INFOmation section for what's coming down from the House of Ideas? Of course, if by some chance you are one of the very few who have not yet subscribed, you still have the chance by sending in that FOOM coupon found elsewhere in this mag. See how easy we make things for ya, Favored One?

ITEM! If you rush (don't walk) to your newsstands, you may still be able to find a copy of the MARVELOUS OUS WIZARD OF OZ featuring the sensational sculpts of Pauline ROY THOMAS, the pulse-pounding pencils of Big JOHN BUSCEMA and the incredible inking by the talented TRIPE! Pick up Merry Marvel's magical adaptation of the MGM classic "fairyway"! It's sure to make comic mag history.

ITEM! Who ever heard of a comic book in which the lead character doesn't appear? Mad as Marvel, that's who! 'Cause if you play your cards right and pick up the latest issues of TOMB OF DRACULA produced by our eternally erudite editor in chief Marvelous MARY WOLFGAN, Genius COLAN, and Terrific TOM PALMER, you can not only catch the rapturous climax of the two-year battle with Doctor Sun, but you may suddenly realize that the Lord Of Vampires isn't in the action! How now, True Believer? Well, take a peek behind the pages of Comedom's number one magaz...ne ol' fear. We've got a hunch you may dig what you see.

ITEM! Remember how we told ya that you can't follow the arts... writer searches at Merry Marvel without a scorecard? Well, here it is! In the space provided below, simply write in the initials of the artist writer team working on each feature. Suggestion: use a pencil... and keep an eraser handy—you'll need it!

THE AVENGERS
BLACK GOLATH
BLACK PANTHER
CAPTAIN AMERICA
CAPTAIN MARVEL
THE CHAMPIONS
CONAN
DARE-DEVIL
DEATH-TRK
THE DEFENDERS
DOCTOR STRANGE
DRAKE
FANTASTIC FOUR
GHILLIE RIDER
GUARDIANS OF THE GALAXY
HOWARD THE DUCK
HULK
THE INHUMANS
THE INVADERS
IRON FIST
IRON MAN
KA-ZAR
KILL RAVEN
MARVEL TEAM UP
MARVEL TWO-IN-ONE
MASTER OF KUNG FU
OMEGA
POWER MAN
THE SCARECROW
SKULL
SON OF SATAN
SPIDER-MAN
SUPER VILLAIN TEAM-UP
THOR
TIGRA
WAROCK
X-MEN

CLIP AND SAVE!

And if one or two of the strips listed above seem unfamiliar, it's probably because we haven't gotten around to announcing them yet—but hang in there! We'll do all that month.

ALL NEW STUFF

Wanna hear 5 Jar out minutes of the FANTASTIC FOUR on radio each day Monday through Friday? A new series is now in production—in stereo, with special sound effects, and narrated by Stan the Man! If it's not yet listed in your city's call or write the station manager or program director of your favorite station and tell him to contact our producer, Robert Michelson, 135 W. 87th St., NYC 10024, pronto! We're slated for broadcast Sept. 8th, so, kindle your kilocycles 'cause Marvel's on the move! (and some day we may find out where we're going!)

THE INCREDIBLE HULK AND THE TWINS OF EVIL!

IN A MIND-BOGGLING ATTEMPT TO DESTROY THE GREEN GOLIATH, THE ABOMINATION AND WENDIGO JOIN FORCES

ALONE I CAN FIGHT YOU TO A STANDSTILL



TOGETHER WE CAN RENDER YOU HELPLESS

HULK ONLY WANT TO FIGHT FAIR



THE DEADLY DUO LEAVES THE HULK DEFEATED



...BUT SUDDENLY...

KEEP AWAY HULK NO LIKE PEOPLE



IT'S THE HULK!

IT'S OKAY, HULK WE'LL HELP YOU

YOU'VE GOT TO HAVE SOMETHING TO EAT HULK HERE HAVE A HOSTESS FRUIT PIE.

HOSTESS FRUIT PIE??

YOU'LL LIKE THE REAL FRUIT FILLING



AND HOW ABOUT THAT LIGHT, FLAKY CRUST?

HULK HAPPY NOW HULK THANKS BOYS

THE GREEN GARGANTUAR CRASHES OFF INTO THE FOREST

I'M GLAD WE HAD HOSTESS FRUIT PIES TO SHARE WITH THE HULK! HE ATE THEM ALL...APPLE, LEMON AND CHERRY

IN A STRANGE WAY, I THINK HE KNOWS WE'RE HIS FRIENDS

NOW HULK TAKE CARE OF UNFINISHED BUSINESS!

YOU GET A BIG DELIGHT IN EVERY BITE OF HOSTESS® FRUIT PIES!





SIMULTANEITY: IN ONE INSTANT
A CAVERN IS RIVEN WITH FIRE AND
SACRED WORDS REFORMED--
CAGE DOOR SLAMMED SHUT FOR-
EVER...

...AND IN THAT SAME
INSTANT, THIRTY MILES
AWAY, A DEMON SHRIEKED...



...CEASES TO EXIST.



KIERROK
...HE'S...GONE.

YES, SCOTT.
I THINK THAT
STORM HAS
DONE HER WORK
WELL THIS
NIGHT.

BUT
WHAT WAS
HE, PROFES-
SOR? WHERE
DID HE
COME FROM?
WHY'D HE
ATTACK
US?



I DON'T KNOW, SCOTT
--I DON'T THINK WE'LL
EVER KNOW FOR SURE.

BUT WHATEVER
KIERROK AND HIS KIND
WERE--THEY ONCE RULED
MANKIND, AND THEY WANT
VERY MUCH TO RULE
MANKIND AGAIN.



WE HAVE
NOT SEEN THE
LAST OF KIERROK,
SCOTT--OR OF
HIS NGARAI
KIND.
GOD HELP
US ALL.

EPILOGUE: A MINOR THREAD REALLY
COME TO REST IN AN APPLE OVER-
CHARD OUTSIDE RED HOOK, NEW YORK.

COLONEL
ROSSI!
MICKEY!!
MICKEY!!

IT'S NO USE, SIR
--THEY'RE ALL DEAD
--EVERY MAN ABOARD,
INCLUDING THE
COLONEL!

FOR
PITY'S SAKE,
MAJOR--THERE'S
NOTHING YOU
CAN DO!



AND MILES AWAY, A MAN
WHO HAS DONE ENOUGH THIS NIGHT
WATCHES THIS SCENE ON HIS
COMMAND CONSOLE...AND LAUGHS!

I
N'S
E
X
U
T
E:
SOME OLD FRIENDS RETURN AND THE X-MEN SUDDENLY FIND THEMSELVES LOCKED
IN A BATTLE TO THE DEATH IN THE SHOCKER WE CALL--
MY BROTHER, MY ENEMY!

HULK IT FOR HALLOWEEN!



OR

SWING OUT AS

OR

CAMP IT UP AS

SPIDER-MAN! OR CAPT. AMERICA!

BE A MIGHTY MARVEL MASQUERADE!

WHEN HALLOWEEN ROLLS AROUND, O KEEPER OF THE FLAME, YOU CAN BE THE BEST-DRESSED BELIEVER IN YOUR NEIGHBORHOOD IN THESE COLORFUL COSTUMES OF YOUR FAVORITE MARVEL SUPER-HEROES!

YOU CAN BE THE WORLD'S MOST WONDROUS WALL-CRAWLER...THE GREEN-SKINNED GOLIATH...OR THE LIVING LEGEND OF WORLD WAR II... (JUST IN CASE YOU HAVEN'T BEEN PAYING ATTENTION, TROOPER, THAT'S--IN ORDER-- SPIDEY, THE HULK, AND CAPTAIN AMERICA!)

YOU CAN ORDER YOUR COSTUME IN SMALL, MEDIUM, OR LARGE, BUT WE SUGGEST YOU ORDER TODAY! HALLOWEEN IS CLOSER THAN YOU THINK AND IT'LL TAKE A FEW WEEKS FOR US TO SHIP THESE CAVORTIN' COSTUMES YOUR WAY. HAVE A HAPPY HALLOWEEN, PILGRIM--MARVEL-STYLE!

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